

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

RIVETZ CORP., RIVETZ INTERNATIONAL
SEZC, and STEVEN K. SPRAGUE,

Defendants.

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Case No. 3:21-cv-30092-MGM

FINAL JUDGMENT

March 10, 2025

On September 30, 2024, the Court granted Plaintiff Securities and Exchange Commission’s Motion for Summary Judgment (ECF No. 36), and found Defendants Rivetz Corp., Rivetz International SEZC, and Steven K. Sprague (“Sprague”) (collectively “Defendants”) liable for violating Section 5 of the Securities Act of 1933. Accordingly, the Court enters judgment as follows:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendants are permanently restrained and enjoined from violating Section 5 of the Securities Act, 15 U.S.C. § 77e, by, directly or indirectly, in the absence of any applicable exemption:

(a) Unless a registration statement is in effect as to a security, making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell such security through the use or medium of any prospectus or otherwise;

(b) Unless a registration statement is in effect as to a security, carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, any such security for the purpose of sale or for delivery after sale; or

(c) Making use of any means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell or offer to buy through the use or medium of any prospectus or otherwise any security, unless a registration statement has been filed with the Commission as to such security, or while the registration statement is the subject of a refusal order or stop order or (prior to the effective date of the registration statement) any public proceeding or examination under Section 8 of the Securities Act , 15 U.S.C. § 77h.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also binds the following who receive actual notice of this Final Judgment by personal service or otherwise: (a) Defendants' officers, agents, servants, employees, and attorneys; and (b) other persons in active concert or participation with Defendants or with anyone described in (a).

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Sprague shall pay disgorgement of \$2,500,000 to the Securities and Exchange Commission pursuant Sections 21(d)(3) and (7) of the Securities Exchange Act, 15 U.S.C. §§ 78u(d)(3), (7). Sprague shall make this payment within 30 days after entry of this Final Judgment. Payment may be transmitted as directed in Part III.

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendants shall pay civil penalties in following amounts to the Securities and Exchange Commission pursuant to Section 20(d)(1) of the Securities Act, 15 U.S.C. § 77t(d)(1):

A. Rivetz Corp: \$115,231

B. Rivetz International SEZC: \$115,231

C. Steven K. Sprague: \$11,254

Defendants shall make these payments within 30 days after entry of this Final Judgment.

Defendants may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. Defendants may also pay by certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange

Commission, which shall be delivered or mailed to

Enterprise Services Center
Accounts Receivable Branch
6500 South MacArthur Boulevard
Oklahoma City, OK 73169

and shall be accompanied by a letter identifying the case title, civil action number, and name of this Court; Rivetz Corp., Rivetz International SEZC, and Steven K. Sprague. as defendants in this action; and specifying that payment is made pursuant to this Final Judgment.

Defendants shall simultaneously transmit photocopies of evidence of payment and case identifying information to the Commission's counsel in this action. By making this payment, Defendants shall relinquish all legal and equitable right, title, and interest in such funds and no part of the funds shall be returned to Defendants. The Commission shall send the funds paid pursuant to this Final Judgment to the United States Treasury.

The Commission may enforce the Court's judgment for penalties by the use of all collection procedures authorized by law, including the Federal Debt Collection Procedures Act, 28 U.S.C. § 3001 *et seq.*, and moving for civil contempt for the violation of any Court orders issued in this action.

Sprague shall pay post-judgment interest on any amounts due after 30 days of the entry of this Final Judgment pursuant to 28 USC § 1961.

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

/s/ Mark G. Mastroianni
MARK G. MASTROIANNI
United States District Judge